

B 210A (Form 210A) (12/09)

**United States Bankruptcy Court
Southern District of New York**

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

SPCP Group, LLC

Name of Transferee

Goldman Sachs Lending Partners LLC

Name of Transferor

Name and Address where notices to transferee should be sent:

SPCP Group, LLC
Two Greenwich Plaza
Greenwich, CT 06830
Attn: Brian Jarmain
Email: bjarmain@silverpointcapital.com

Court Claim # (if known): 66653 (which amended 14213)

Amount of Claim: \$1,784,000.00

Date Claim Filed: May 20, 2010 (originally filed September 16, 2009)

Debtor: Lehman Brothers Special Financing Inc.

With a copy to:

Pryor Cashman LLP
7 Times Square
New York, NY 10036
Attn: Ronald S. Beacher
Email: rbeacher@pryorcashman.com

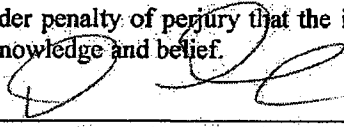
Phone: _____
Last Four Digits of Acct #: _____

Phone: 212-902-1040
Last Four Digits of Acct. #: _____

Name and Address where transferee payments
should be sent (if different from above):

Phone: _____
Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the
best of my knowledge and belief.

By:  *SF* Date: 3/14/2011
Transferee/Transferee's Agent

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 Y.S.C. §§ 152 & 3571.

TO: Clerk, United States Bankruptcy Court, Southern District of New York

Goldman Sachs Lending Partners LLC ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to SPCP Group, LLC with offices located at 2 Greenwich Plaza, 1st Floor, Greenwich, CT 06830 ("Buyer"), all right, title and interest in and to the claim of Seller against LEHMAN BROTHERS SPECIAL FINANCING INC. in the amount of **\$1,784,000.00** based on a certain Termination and Settlement Agreement dated as of May 10, 2010 (the "Assigned Claim"), being part of the claims included in that proof of claim docketed as **Claim No. 66653** which amended Claim No. 14213 (the "Proof of Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (JMP) (jointly administered). *For the avoidance of doubt, Seller has not assigned any claim included in the Proof of Claim other than the Assigned Claim.*

The Assigned Claim was transferred to Seller as evidenced at docket No. 15001 in the proceedings referenced above.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Assigned Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Assigned Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Assigned Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 14th day of March, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC

By: 

Name:

Title:

SPCP GROUP, LLC

By: _____

Name:

Title:

TO: Clerk, United States Bankruptcy Court, Southern District of New York

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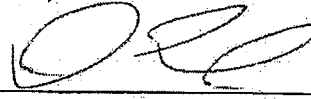
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IN WITNESS WHEREOF, dated as of the 14th day of March, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name:
Title:

SPCP GROUP, LLC

By:  _____
Name: Frederick H. Fogel
Title: Authorized Signatory

SF